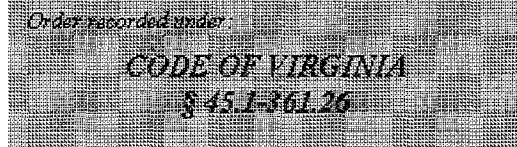


130000482



BEFORE THE VIRGINIA GAS AND OIL BOARD

RELIEF SOUGHT: An Order for Disbursement of Escrowed Funds
(and Authorization for Direct Payment of Royalties)

JURISDICTION: Code of Virginia § 45.1-351. (et seq) AND § 45.1-361.22 (et seq)

UNIT/WELL NAME: VC-539896

TRACT(S): A portion of 5

LOCATION: BUCHANAN County, Virginia

DOCKET NUMBER: VGOB-09-1117-2629-01

APPLICANTS: EQT Production Company on behalf of Otis Shey Gilbert and Edna Gilbert, h/w

HEARING DATE AND LOCATION: Russell County Government Center, Lebanon, Virginia
January 15, 2013 and February 19, 2013

APPEARANCES: James Kaiser on behalf of EQT Production Company

PRIOR PROCEEDINGS:

1. Original Pooling Order Executed 12/29/2009, Recorded on 12/30/2009, Deed Book/Instrument No. 090003956.
2. Supplemental Order, Recorded on 07/27/2011, Deed Book/Instrument No. 110001765.

NOTICE:

The Unit Operator gave notice to the Applicants that the Board would consider its disbursement petition at the January 15, 2013 hearing and was continued to February 19, 2013 where the Board considered whether to:

- (1) Amend the Pooling Order to provide for the disbursement of funds on deposit in the Escrow Account attributable to Tract(s) A portion of 5 identified in the attached petition.
- (2) Delete the requirement that the Unit Operator place future royalties attributable to Tract(s) A portion of 5 relative to the interests of the Applicants identified in the attached petition.
- (3) Continue the escrow account under this docket number.

FINDINGS: Code of Virginia § 45.1-361.22

Applicant has certified and represented to the Board that:

RELIEF GRANTED:

Table 1

Tracts: A portion of 5

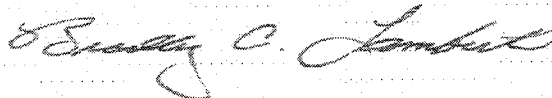
1. The Escrow Agent is ordered, to within ten (10) days of receipt of this executed order, disburse funds for the unit and applicants detailed in Table 1.

2. The Escrow Agent is ordered to continue the Escrow Account for the Subject Drilling unit based on the attached Revised Exhibit E which replaces all prior Exhibit E's recorded for the Subject Drilling Unit.

Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.

Appeals of this Order are governed by the provisions of the Code of Virginia § 45.1-361.9 which provides that any order or decision of the Board may be appealed to the appropriate circuit court and that whenever a coal owner, coal operator, gas owner, gas operator, or operator of a gas storage field certificated by the State Corporation Commission is a party in such action, the court shall hear such appeal de novo.

DONE AND EXECUTED this 8 day of March, 2013 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert


DONE AND PERFORMED this 8 day of March, 2013 by Order of the Virginia Gas and Oil Board.



Rick Cooper
Principal Executive to the
staff, Virginia Gas and Oil Board

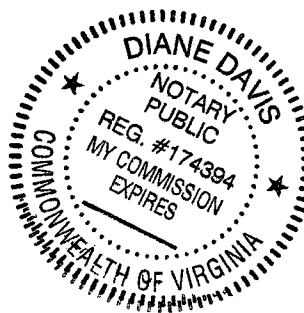
COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 8th day of March, 2013 personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley C. Lambert, being duly sworn did depose and say that he is the Chairman of the Virginia Gas and Oil Board and appeared Rick Cooper, being duly sworn did depose and say that he is Principal Executive to the staff of the Virginia Gas and Oil Board, that they executed the same and was authorized to do so.



Diane J. Davis, Notary Public
174394

My Commission expires: September 30, 2013



BEFORE THE VIRGINIA GAS AND OIL BOARD

PETITIONER: EQT Production Company

DIVISION OF GAS AND OIL

DOCKET NO: VGOB 09-1117-2629-01

**RELIEF SOUGHT: (1) DISBURSEMENT FROM
ESCROW REGARDING TRACT(S) A portion of 5
(2) AND AUTHORIZATION FOR DIRECT
PAYMENT OF ROYALTIES**

HEARING DATE: January 15, 2013

DRILLING UNIT: VC-539896

BUCHANAN COUNTY, VIRGINIA

PETITION FOR ORDER OF DISBURSEMENT OF ESCROW FUNDS

1. Petitioner and its counsel

Petitioner is EQT Production Company, 225 North Shore Drive, Pittsburgh, PA 15212, (412)553-5700. Petitioner's counsel is James Kaiser, Wilhoit and Kaiser Law Firm, 220 Broad Street, Suite 210, Kingsport, TN 37660.

2. Relief Sought

A petition for disbursement of Escrowed Funds on behalf of Otis Gilbert and Edna Gilbert for Drilling Unit Number VC-539896 created by Board Order Dated 12/29/2009 VGOB 09/11/17-2629 in Buchanan County, Virginia. Requesting disbursement of escrowed funds for interest Otis and Edna Gilbert hold in Tract 5 of Drilling Unit Number VC-539896 located in Hurricane District of Buchanan County.

3. Legal Authority

Va. Code Ann. § 45.1-361.1 et seq., 4 VAC 25-160-140., and relevant Virginia Gas and Oil Board Orders ("Board") heretofore promulgated pursuant to law.

4. Type of Well(s)

Coalbed Methane

5. Factual basis for relief requested

Permanent Release of CBM Royalty letter dated November 26, 2012 from Range Resources-Pine Mountain, signed by Phil Horn, Land Manager, waiving any claim to past or future royalties attributable to Otis Gilbert and Edna Gilbert for coalbed methane gas interests on the R. W. Gilbert 65 acre tract. This interest is listed as a part of Tract 5 on the plat for Well VC-539896.

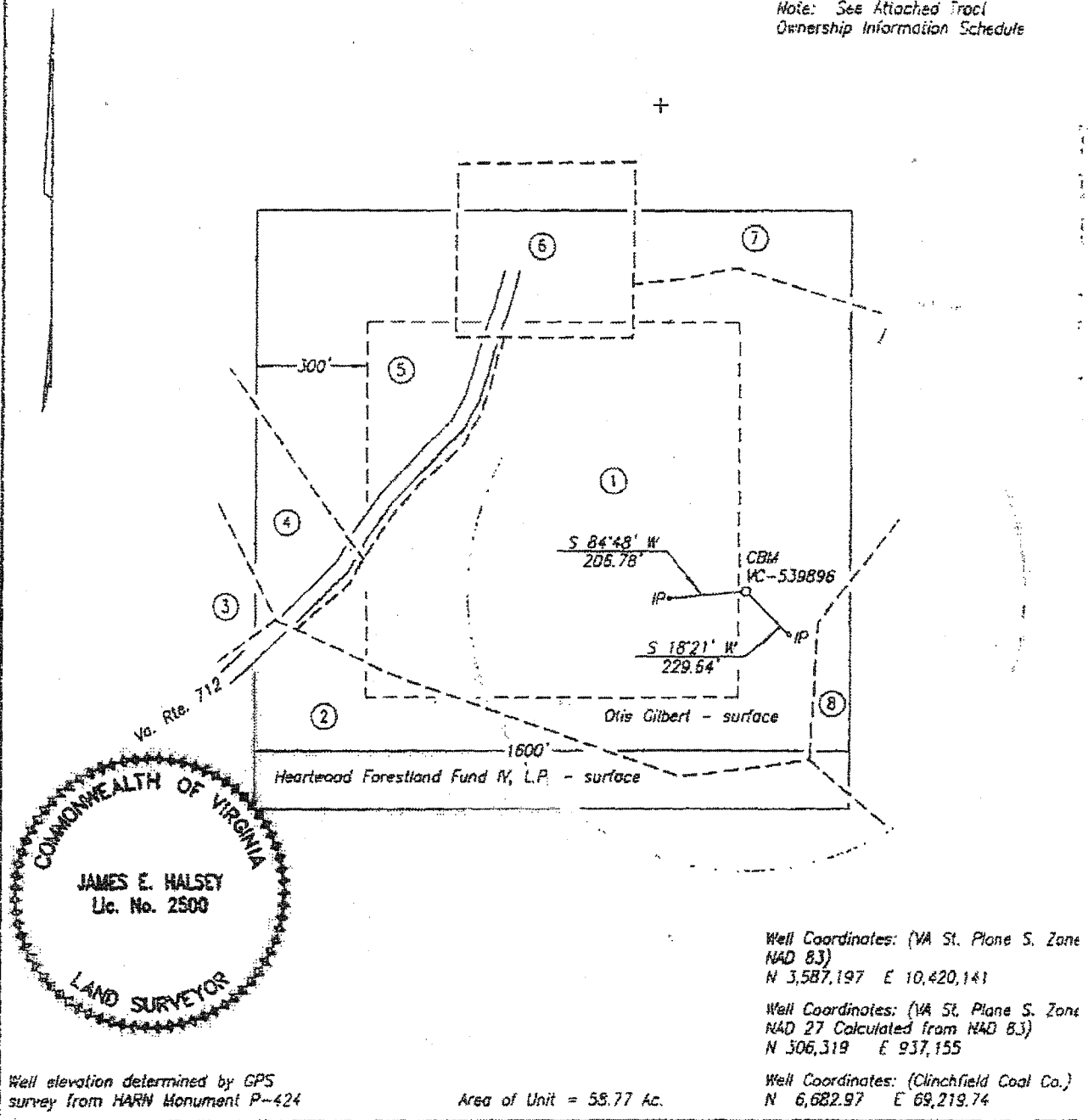
6. Attestation

The foregoing Petition to the best of my knowledge, information, and belief is true and correct.

Well Coordinates: (Geographic N27)
37.118305° -82.146112°

Latitude 37° 07' 30"

Note: See Attached Tract
Ownership Information Schedule



WELL LOCATION PLAT (Nora Grid AW-80)

COMPANY Equitable Production Company WELL NAME AND NUMBER KC-539896
TRACT NO. Is. No. 906889/TC-224 ELEVATION 2,038.98' QUADRANGLE Duty
COUNTY Buchanan DISTRICT Hurricane SCALE 1" = 400' DATE 9-26-2008
This Plat is a new plat x; an updated plat ; or a final location plat

+ Denotes the location of a well on United States topographic Maps, scale 1 to
24,000, latitude and longitude lines being represented by border lines as shown.

James E. Halsey
Licensed Professional Engineer or Licensed Land Surveyor

Form DGO-GO-7

TRACT OWNERSHIP INFORMATION SCHEDULE

9/26/2008

1. Lease No. 906889 / TC-224
 John H. Duty
 321.00 Acres
 ACIN LLC - coal
 Alpha Land & Reserves LLC - coal lessee
 WBRD LLC - coal
 Dickenson-Russell Coal Company LLC - coal lessee
 Range Resources-Pine Mountain, Inc. - (CBM)
 Lease No. 909220
 Joyce Ornduff - oil & gas (CBM)
 37 Acres
 Gas 30.62 Ac. 52.10%

2. Lease No. 906889 / T-612
 J. M. Stallard
 292.63 Acres
 ACIN LLC - coal
 Alpha Land & Reserves LLC - coal lessee
 WBRD LLC - coal
 Dickenson-Russell Coal Company LLC - coal lessee
 Range Resources-Pine Mountain, Inc. - oil, gas & CBM
 Gas 8.80 Ac. 14.97%

3. Lease No. 906889 / TC-223
 John H. Duty
 163 Acres
 ACIN LLC - coal
 Alpha Land & Reserves LLC - coal lessee
 WBRD LLC - coal
 Dickenson-Russell Coal Company LLC - coal lessee
 Range Resources-Pine Mountain, Inc. - (CBM)
 Unleased
 Albert T. Rasnake, Jr, et al - oil & gas (CBM)
 79.602 Acres
 Gas 0.10 Ac. 0.17%

4. Lease No. 906889 / TC-223
 John H. Duty
 163 Acres
 ACIN LLC - coal
 Alpha Land & Reserves LLC - coal lessee
 WBRD LLC - coal
 Dickenson-Russell Coal Company LLC - coal lessee
 Range Resources-Pine Mountain, Inc. - (CBM)
 Unleased
 Anthony Gilbert - oil & gas (CBM)
 6 Acres
 Gas 2.18 Ac. 3.71%

5. Lease NO. 906889 / TC-223
John H. Duty
163 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Range Resources-Pine Mountain, Inc. - (CBM)
Unleased
R. W. Gilbert Heirs, et al - oil & gas (CBM)
65 Acres
Gas 9.75 Ac. 16.59%
6. Lease No. 909332
Joyce Ornduff - coal, oil, gas & CBM
P/O 5 Acres
Gas 3.72 Ac. 6.32%
7. Lease No. 906889 / TC-224
John H. Duty
321.00 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Range Resources-Pine Mountain, Inc. - (CBM)
Lease No. 909219
Joyce Ornduff - oil & gas (CBM)
28 Acres
Gas 2.56 Ac. 4.36%
8. Lease No. 906889 / TC-224
John H. Duty
321.00 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Range Resources-Pine Mountain, Inc. - (CBM)
Lease No. 907162
Michael Carson Price - oil & gas (CBM)
70.72 Acres (p/o 107 Acres)
Gas 1.04 Ac. 1.78%

VGOS Disbursement
Unit VC-539896
VGOS-09-1117-2629-01

Table 1
A portion of 5

			Fractional	Net Acreage	Royalty	Escrowed	Percent of	Disbursement
			Ownership	Ownership	Split	Acres	Escrowed Funds	
			in Tract	in Tract	Agreement	Disbursed	Disbursed	
Item	Tract	Disbursement Table						
		Total acreage in escrow before disbursement				13.07000		
	5	Tract 5 (total acreage)		9.75				
1	5	Olis Shey Gilbert and Edna Gilbert, hwn1824 Hollow Poplar Road, Davenport, VA 24239		3.7143	100.00%	3.7143	28.4185%	\$1,163.44

Wells contributing to the escrow account: VC-539896

SUPPLEMENT "B"

VC-539896

created 10/12/09

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT	
<u>GAS ESTATE ONLY</u>					
1	MGM Methane Corp. ATTN: James Rasnake P.O. Box 830 Grundy, VA 24614	Leased 909220	52.1000000%	30.6200	0.06512500 RI
	EQT Production Company				0.45587500 WI
<u>Tract 1 Totals</u>			52.1000000%	30.6200	0.52100000
2	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T-612	14.9700000%	8.8000	0.01871250 RI
	EQT Production Company				0.13098750 WI
<u>Tract 2 Totals</u>			14.9700000%	8.8000	0.14970000
3	Albert Tivis Rasnake Jr. 1561 Hollow Poplar Road Davenport, VA 24239	Leased 902913	0.0323810%	0.0190	0.00004048 RI
	Curtis S. Rasnake and Donna Rasnake (h/w) 960 Cumberland Drive Greenville, TN 37745	Unleased	0.0323810%	0.0190	0.00004048 RI
	Kathy R. Williams and Joseph B. Williams (w/h) 103 Lake Road Madisonville, TN 37354	Leased 902913	0.0242857%	0.0143	0.00003036 RI
	Nancy Williams c/o Curtis Rasnake 960 Cumberland Drive Greenville, TN 37745	Unleased	0.0242857%	0.0143	0.00003036 RI
	Roger Von Deel 1756 Rakes Ridge Road Birchleaf, VA 24220	Leased 902913	0.0323810%	0.0190	0.00004048 RI
	James Rasnake 909 Brushy Valley Road Heiskell, TN 37754	Unleased 902913	0.0242857%	0.0143	0.00003036 RI
	EQT Production Company				0.00148750 WI
<u>Tract 3 Totals</u>			0.1700000%	0.1000	0.00170000
4	Anthony Gilbert P.O. Box 243 Davenport, VA 24239	Leased	3.7100000%	2.1800	0.00463750 RI
	EQT Production Company				0.03246250 WI
<u>Tract 4 Totals</u>			3.7100000%	2.1800	0.03710000
5	<u>R.W. & Mary Gilbert Heirs, et al.</u>				

	Imogene Boyd P.O. Box 2366 Lebanon, VA 24266	Leased 910915	0.4213333%	0.2476	0.00052667 RI
	Donnie C and Shelia Turner h/w 6124 Windsor Dr. Columbus, GA 31908	Leased 910915	0.2106667%	0.1238	0.00026333 RI
	Kathleen Boyd Caskey 2216 Rustic Road Dayton, OH 45405	Leased 910915	0.4213333%	0.2476	0.00052667 RI
	Arlene Deel 2184 Greenbriar Road Haysi, VA 24256	Leased 910915	6.0566667%	3.5595	0.00757083 RI
	Arthur F. Boyd 1523 Indian Grave Gap Road Vansant, VA 24656	Leased 910915	0.4213333%	0.2476	0.00052667 RI
	Amanda Brooke Robinette c/o Ginger Robinette 2480 Horton Ridge Road Swords Creek, VA 24649	Leased 910915	0.4213333%	0.2476	0.00052667 RI
	Beth Eversman and David A. Eversman (w/h) P.O. Box 8682 Columbus, GA 31908	Unleased	0.2106667%	0.1238	0.00026333 RI
	Otis Shey Gilbert and Edna Gilbert (h/w) 1824 Hollow Poplar Road Davenport, VA 24239	Unleased	6.3200000%	3.7143	0.00790000 RI
	LeRoy Trivett Unknown/Unlocatable	Unleased	1.0533333%	0.6190	0.00131667 RI
	James Trivett Unknown/Unlocatable	Unleased	1.0533333%	0.6190	0.00131667 RI
	EQT Production Company				0.14516250 WI
Tract 5 Totals			16.5900000%	9.7500	0.16590000
6	MGM Methane Corp. ATTN: James Rasnake P.O. Box 830 Grundy, VA 24614	Leased 909332	6.3200000%	3.7200	0.00790000 RI
	EQT Production Company				0.05530000 WI
Tract 6 Totals			6.3200000%	3.7200	0.06320000
7	MGM Methane Corp. ATTN: James Rasnake P.O. Box 830 Grundy, VA 24614	Leased 909219	4.3600000%	2.5600	0.00545000 RI
	EQT Production Company				0.03815000 WI
Tract 7 Totals			4.3600000%	2.5600	0.04360000
8	Michael Carson Price P.O. Box 27 Davenport, VA 24239	Leased 907162	1.7800000%	1.0400	0.00222500 RI
	EQT Production Company				0.01557500 WI
Tract 8 Totals			1.7800000%	1.0400	0.01780000

Total Gas Estate	100.0000000%	58.7700
Percentage of Unit Leased	91.2817143%	
Percentage of Unit Unleased	8.7182857%	
Acreage in Unit Leased		53.6462
Acreage in Unit Unleased		5.1238

COAL ESTATE ONLY

1	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-224	52.1000000%	30.6200	0.06512500 RI
	EQT Production Company				0.45587500 WI
<u>Tract 1 Totals</u>			52.1000000%	30.6200	0.52100000
2	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T-162	14.9700000%	8.8000	0.01871250 RI
	EQT Production Company				0.13098750 WI
<u>Tract 2 Totals</u>			14.9700000%	8.8000	0.14970000
3	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-223	0.1700000%	0.1000	0.00021250 RI
	EQT Production Company				0.00148750 WI
<u>Tract 3 Totals</u>			0.1700000%	0.1000	0.00170000
4	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-223	3.7100000%	2.1800	0.00463750 RI
	EQT Production Company				0.03246250 WI
<u>Tract 4 Totals</u>			3.7100000%	2.1800	0.03710000
5	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-223	16.5900000%	9.7500	0.02073750 RI
	EQT Production Company				0.14516250 WI
<u>Tract 5 Totals</u>			16.5900000%	9.7500	0.16590000
6	MGM Methane Corp. ATTN: James Rasnake P.O. Box 830 Grundy, VA 24614	Leased 909332	6.3200000%	3.7200	0.00790000 RI
	EQT Production Company				0.05530000 WI
<u>Tract 6 Totals</u>			6.3200000%	3.7200	0.06320000
7	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-224	4.3600000%	2.5600	0.00545000 RI
	EQT Production Company				0.03815000 WI

<u>Tract 7 Totals</u>		4.3600000%	2.5600	0.04360000
8	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-224	1.7800000%	1.0400
				0.00222500 RI
	EQT Production Company			0.01557500 WI
<u>Tract 8 Totals</u>		1.7800000%	1.0400	0.01780000
Total Coal Estate		100.0000000%	58.7700	
Percentage of Unit Leased		100.0000000%		
Percentage of Unit Unleased		0.0000000%		
Acreage in Unit Leased			58.77000000%	
Acreage in Unit Unleased			0.00000000%	

EXHIBIT "E"
VC-599896
Revised 12/03/2012

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
3	<u>Albert Tivis Rasnake Jr., et al</u>			
	Albert Tivis Rasnake Jr. 1561 Hollow Poplar Road Davenport, VA 24239	Leased 902913	0.0323810%	0.0190
	Curtis S. Rasnake and Donna Rasnake (h/w) 960 Cumberland Drive Greenville, TN 37745	Unleased	0.0323810%	0.0190
	Kathy R. Williams and Joseph B. Williams (w/h) 103 Lake Road Madisonville, TN 37354	Leased 902913	0.0242857%	0.0143
	Nancy Williams c/o Curtis Rasnake 960 Cumberland Drive Greenville, TN 37745	Unleased	0.0242857%	0.0143
	Roger Von Deel 1756 Rakes Ridge Road Birchleaf, VA 24220	Leased 902913	0.0323810%	0.0190
	James Rasnake 909 Brushy Valley Road Heiskell, TN 37754	Unleased	0.0242857%	0.0143
4	Anthony Gilbert P.O. Box 243 Davenport, VA 24239	Leased	3.7100000%	2.1800
5	<u>R.W. & Mary Gilbert Heirs, et al.</u>			

	Imogene Boyd P.O. Box 2366 Lebanon, VA 24266	Leased 910915	0.42133333%	0.2476
	Donnie C and Shelia Turner h/w 6124 Windsor Dr. Columbus, GA 31908	Leased 910915	0.2106667%	0.1238
	Kathleen Boyd Caskey 2216 Rustic Road Dayton, OH 45405	Leased 910915	0.42133333%	0.2476
	Arlene Deel 2184 Greenbriar Road Haysi, VA 24256	Unleased	6.0566667%	3.5595
	Arthur F. Boyd 1523 Indian Grave Gap Road Vansant, VA 24656	Leased 910915	0.42133333%	0.2476
	Amanda Brooke Robinette c/o Ginger Robinette 2480 Horton Ridge Road Swords Creek, VA 24649	Leased 910915	0.42133333%	0.2476
	Beth Eversman and David A. Eversman (w/h) P.O. Box 8682 Columbus, GA 31908	Unleased	0.2106667%	0.1238
	LeRoy Trivett Unknown/Unlocatable	Unleased	1.05333333%	0.6190
	James Trivett Unknown/Unlocatable	Unleased	1.05333333%	0.6190
8	Michael Carson Price P.O. Box 27 Davenport, VA 24239	Leased 907162	1.78000000%	1.0400
	Total Gas Estate		15.93000000%	9.3557

COAL ESTATE ONLY

3	Range Resources-Pine Mountain, Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-223	0.1700000%	0.1000
4	Range Resources-Pine Mountain, Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-223	3.7100000%	2.1800
5	Range Resources-Pine Mountain, Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-223	10.2700000%	6.0357
8	Range Resources-Pine Mountain, Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-224	1.7800000%	1.0400
Total Coal Estate			15.9300000%	9.3557

EXHIBIT "EE"
VC-539896
Revised 12/3/2012

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
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Gas Estate Only

1	MGM Methane Corp. ATTN: James Rasnake P.O. Box 830 Grundy, VA 24614	Leased 909220	39.0750000%	22.9650
7	MGM Methane Corp. ATTN: James Rasnake P.O. Box 830 Grundy, VA 24614	Leased 909219	3.2700000%	1.9200

	Total		42.345000%	24.885000
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Coal Estate Only

1	Range Resources-Pine Mountain, Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-224	13.0250000%	7.6550
7	Range Resources-Pine Mountain, Attn: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-224	1.0900000%	0.6400

	Total		14.11500000%	8.2950
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	Total after 75/25 Royalty Split		56.46000000%	33.1800
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Disbursement 01

5	Otis Shey Gilbert and Edna Gilbert (h/w) 1824 Hollow Poplar Road Davenport, VA 24239	Leased 910915	6.3200000%	3.7143
TOTAL			6.32000000%	3.7143

INSTRUMENT #130000482
RECORDED IN THE CLERK'S OFFICE OF
BUCHANAN COUNTY ON
MARCH 19, 2013 AT 10:02AM

BEVERLY S. TILLER, CLERK
RECORDED BY: GGB